



**IN THE CLAIMS**

✓      ✓  
Please cancel claims 35-57 and 62 without disclaimer or prejudice of the subject matter set forth therein.

Please substitute the following amended claims for the pending claims with the same numbers in the above-identified application. (A version of the amended claims with markings to show the changes made is also attached.)

23. (Twice Amended) A textile substrate comprising a primary backing with textile fibers extending upwardly from the backing and forming a surface:

 and a secondary backing affixed to the bottom surface of the primary backing wherein said secondary backing comprises at least one thermoplastic material having polymeric microspheres dispersed therein, wherein said thermoplastic material comprises a polymer or copolymer of a vinyl compound, and at least one plasticizer.

63. (Twice Amended) A surface covering comprising a primary backing;  
 at least one adhesive or polymeric precoat layer located and affixed to the primary backing;

optionally at least one intermediate backing layer located beneath and affixed to the adhesive or polymeric pre-coat layer;

optionally at least one reinforcement material layer or stabilizer layer located and affixed beneath the adhesive or polymeric pre-coat layer or intermediate backing layer;

and a secondary backing comprising at least one thermoplastic material located

Amendment After Final Rejection  
U.S. Patent Application No. 09/228,954

and affixed to either the adhesive or polymeric pre-coat layer or one of the optional layers; and

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wherein polymeric microspheres are dispersed in at least one of the layers except the primary backing, wherein said thermoplastic material comprises a polymer or copolymer of a vinyl compound, and at least one plasticizer.

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